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Marjorie Guymon (NV Bar #04983)  
Goldsmith & Guymon, P.C.  
2055 Village Center Circle  
Las Vegas, NV 89134  
702-873-9500  
[mguymon@goldguylaw.com](mailto:mguymon@goldguylaw.com)

-and-

James A. Ryan, Esq. (AZ Bar #009253)  
Brian Sirower, Esq. (AZ Bar #012354)  
Catherine M. Guastello (AZ Bar No. #024697)  
QUARLES & BRADY LLP  
2 North Central Avenue  
Phoenix, AZ 85004-2391  
602-229-5200  
[james.ryan@quarles.com](mailto:james.ryan@quarles.com)  
[brian.sirower@quarles.com](mailto:brian.sirower@quarles.com)  
[catherine.guastello@quarles.com](mailto:catherine.guastello@quarles.com)

Proposed Attorneys for Hotels Nevada, LLC  
and Inns Nevada, LLC

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF NEVADA**

In re:  
  
HOTELS NEVADA, LLC,  
  
Debtor.

In Proceedings Under Chapter 11  
  
Case No. 2:09-bk-31131-bam

In re:  
  
INNS NEVADA, LLC,  
  
Debtor.

Case No. 2:09-bk-31132-bam

**DECLARATION OF  
ALLYN BURROUGHS**

I, ALLYN BURROUGHS, hereby declare as follows under penalty of perjury  
under the laws of the United States:

1           1.     I am over 18 years of age and a resident of Maricopa County, Arizona. I  
2 have personal knowledge of the facts and circumstances set forth herein. If called to testify, I  
3 would testify as I have stated in this Declaration.

4           2.     I am the responsible person for HOTELS NEVADA, LLC and INNS  
5 NEVADA, LLC (collectively, the "Debtors"), the Debtors in the above-captioned Chapter 11  
6 cases filed on November 5, 2009 (the "Petition Date"). The Debtors continue to operate their  
7 businesses and manage their assets as Debtors and Debtors-in-Possession pursuant to Bankruptcy  
8 Code §§ 1107(a) and 1108.

9           3.     I am duly authorized to submit this Declaration for and on behalf of the  
10 Debtors. I have personal knowledge regarding the financial affairs and operations of the Debtors.  
11 I am making this Declaration in support of all pleadings and papers filed by the Debtors in the  
12 above-captioned Chapter 11 cases, including (a) the "Motion For Order Authorizing And  
13 Directing (1) Joint Administration And (2) Use Of A Consolidated Caption" (the "Joint  
14 Administration Motion") and (b) the Debtors' applications to employ QUARLES & BRADY LLP  
15 (the "Quarles Firm") as general bankruptcy and restructuring counsel, and GOLDSMITH &  
16 GUYMON, P.C. (the "Goldsmith Firm") as local bankruptcy and restructuring counsel .

17           4.     The Debtors believe these cases should be jointly administered because:  
18 (i) similar issues will arise in each of the cases; (ii) Allyn Burroughs is the responsible person for  
19 each of the Debtors in their respective Chapter 11 Cases; (iii) the Debtors share common  
20 representation in these Chapter 11 Cases; (iv) the Debtors are joint plaintiffs and/or joint  
21 defendants in cases pending in the California and Nevada state courts; and (v) the Debtors are  
22 affiliates as defined in Bankruptcy Code §101(2). Entry of an order directing joint administration  
23 of these cases will obviate the need for duplicative notices, applications and orders, and thereby  
24 save considerable time and expense for the Debtors and their estates.

